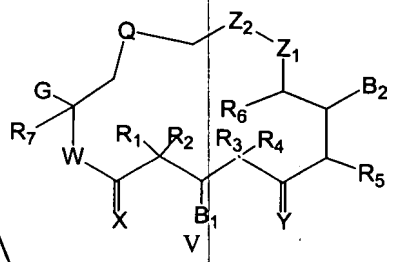
Q2

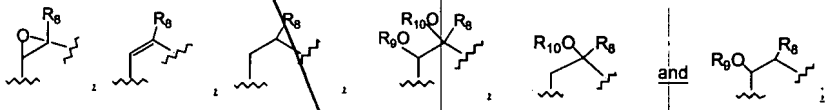
B1

cont

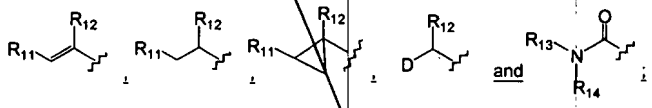


wherein

Q is selected from the group consisting of



G is selected from the group consisting of alkyl, substituted alkyl, [substituted or unsubstituted] aryl, substituted aryl, heterocyclo,



W is O or N R_{15};

X is O or H, H;

Y is selected from the group consisting of O, H, OR_{16}; OR_{17}, OR_{17}; NOR_{18}; H, NOR_{19}; H, $NR_{20}R_{21}$; H, H; [or] and CHR_{22}; wherein OR_{17}, OR_{17} can be a cyclic ketal;

Z_1[,] and Z_2 are independently selected from the group consisting of CH_2, O, NR_{23}, S, [or] and SO_2, wherein only one of Z_1 and Z_2 can be a heteroatom;

B_1 and B_2 are independently selected from the group consisting of OR_{24}, [or] $OCOR_{25}$, [or] and O-C(=O)-$NR_{26}R_{27}$ [$O_2CNR_{26}R_{27}$;], and when B_1 is H and Y is OH, H, they can form a six-membered ring ketal or acetal;

D is selected from the group consisting of $NR_{28}R_{29}$, $NR_{30}COR_{31}$ [or] and saturated heterocycle;

R_1, R_2, R_3, R_4, R_5, R_6, R_7, R_{13}, R_{14}, R_{18}, R_{19}, R_{20}, R_{21}, R_{22}, R_{26}[,]and R_{27} are selected from the group consisting of H, alkyl, substituted alkyl, [or] and aryl, and when R_1 and R_2 are alkyl can be joined to form a cycloalkyl[;], and when R_3 and R_4 are alkyl can be joined to form a cycloalkyl;

R_9, R_{10}, R_{16}, R_{17}, R_{24}, R_{25}[,] and R_{31} are selected from the group consisting of H, alkyl, [or] and substituted alkyl;

A2 B1 Cont

R_8, R_{11}, R_{12}, R_{28}, R_{30}, R_{32}, and R_{33}[, and R_{30}] are selected from the group consisting of H, alkyl, substituted alkyl, aryl, substituted aryl, cycloalkyl[, or] and heterocyclo;

R_{15}, R_{23} and R_{29} are selected from the group consisting of H, alkyl, substituted alkyl, aryl, substituted aryl, cycloalkyl, heterocyclo, $R_{32}C=O$, $R_{33}SO_2$, hydroxy, O-alkyl or O-substituted alkyl; and

the pharmaceutically acceptable salts thereof and any hydrates, solvates or geometric, optical and steroisomers thereof[,];

with the proviso that compounds wherein

W and X are both O; and

R_1, R_2[,] and R7[,] are H; and

R_3, R_4[,] and R_6[,] are methyl; and

R_8[,] is H or methyl; and

Z_1[,] and Z_2[,] are CH_2; and

G is 1-methyl-2-(substituted-4-thiazolyl)ethenyl; and

Q is as defined above

are excluded.

In claim 3, lines 26-28 on page 63, delete the close bracket at the end of line 28.

In claim 3, lines 14-16 on page 64, insert an open bracket at the beginning of line 14.

In claim 3, lines 22-24 on page 65, delete the close bracket at the end of line 24.

In claim 3, lines 9-10 on page 67, delete the period at the end of line 10 and insert --;--.

In claim 3, lines 12-14 on page 67, delete the period at the end of line 14 and insert --;--.

In claim 3, lines 16-18 on page 67, delete the period at the end of line 18 and Insert --;--.

S, b C2 C3

4. (Amended) A method of treating cancer in a patient in need of said treatment which comprises providing an effective amount of a compound of claim 1 [to said patient].

5. (Amended) A method of treating hyperproliferative cellular disease in a patient in need of such treatment which comprises providing an effective amount of a compound of claim 1 [to said patient].

C1